2. STEP TWO

- Example Articles of Incorporation
- Example Bylaws
- Mission and Purpose Example for UPLIFT313 Detroit
- Steps to Create 501c3 Non-Profit Entity
- Template - Nonprofit Formation Questionnaire
- Template - Steps for 501C3 Formation

Example Articles of Incorporation

Example Articles of Incorporation

Washington, DC - UPLIFT 202

https://docs.google.com/document/d/1XX8xd8dbh7flGhb1YmbLiDy13wwOqFXZ/edit?usp=sharing&ouid=108970576445240342739&rtpof=true&sd=true

Detroit, Michigan - UPLIFT 313

https://drive.google.com/file/d/1P4ooi0I0WEoaGJI3jK7s6DWuk9EregrX/view?usp=drive_link

Example Bylaws

Example Bylaws

Washington, DC - UPLIFT 202

https://docs.google.com/document/d/16bc460K97-VWNzLhVYBoxWUzj5dV5QPY/edit?usp=sharing&ouid=108970576445240342739&rtpof=true&sd=true

Detroit, Michigan - UPLIFT 313

https://docs.google.com/document/d/19dvrEQtl2GnzGsWXd44SidrO6Sws7UHd/edit?usp=drive_link&ouid=108970576445240342739&rtpof=true&sd=true

Mission and Purpose Example for UPLIFT313 Detroit

THIS IS AN EXAMPLE FROM UPLIFT 313

Whole person →whole life→whole community

Partnerships, Innovation and Empowerment (PIE)

Individual $$

We Believe…

- Transformation is achieved when we start with a micro-approach of

  > “ focusing on whole person development. When an individual is whole, and their needs are met, they are able to more effectively contribute to the betterment of their family and the community.

- No one lives a completely individualistic life. Those who surround us,

  > “ whether family or community, impact our well-being; and vice versa. Our macro focus is to have a whole life impact by partnering with and empowering families and communities.

- When people are committed to the development of self, they can then

  > “ have a greater impact on the development of their family and community.

- Creating a Center for community and innovation will provide a safe

  > “ space where people of all ages can learn, dream, create, and invest in themselves and the community. As individuals thrive, their families and communities will thrive as a byproduct.

Mission Statement

The mission of UPLIFT 313 is to create a world where the individual, the family, and the community are whole.

Vision Statement

UPLIFT 313 Community Center: Where Partnerships, Innovation, and Empowerment unite for lasting positive change in the heart of Detroit.

Our vision is to create a supportive, safe, and innovative environment where individuals and families are empowered and thriving in their community.

UPLIFT: Urban Programs for Livelihood, Innovation, and Financial Transformation

Strategic Priorities

At UPLIFT 313, we envision a vibrant and thriving community where lives are transformed. We are committed to being a catalyst for positive change by fostering life-changing partnerships with community leaders, business owners, entrepreneurs, and faith leaders to create programming that will provide academic support, partnerships, financial empowerment, and community engagement.

Academic Support (People Development) - Implement targeted academic programs to improve educational outcomes for adults and children (i.e. tutoring, GED support, ESL etc.) ~~Establish after-school programs that provide a safe and conducive environment for learning and creative expression through music and sports.~~

Partnerships / Mentoring (Relational Network) - Create mentoring programs that pair participants with positive role models from the community. These partnerships will help participants develop life skills, including communication, problem-solving, and goal-setting, to empower individuals for future success. These partnerships will provide guidance and inspiration for lifelong change.

Financial Empowerment (Human Essentials) - Provide a framework for innovation, leadership and job skills. Our commitment to empowerment extends beyond charity; we strive to empower individuals to be active participants in creating solutions to the issues they face. We envision a community center as a hub for innovation, skill development, and financial transformation, providing a foundation for sustainable progress.

Community Engagement (Environment) - Engage residents in decision-making processes and empower them through developing social and personal skills to catalyze positive change within their community.

Focusing Resources: Individuals, Family, and Community

When individuals in a community commit to personal development, and their fundamental needs are met, this creates stronger individuals, which in turn bolsters the strength of their families and

communities. Our goal at a micro level is to focus on the development of individuals (e.g., life skills, job skills, tutoring, etc.), knowing that this will ultimately enhance the community as a whole. On a macro level, we seek to provide a space where families and the community at large can gather, dream, and grow together.

[INSERT SPIRAL GRAPHIC]

What We've Learned

People want programming that will better them and their families. They expressed the most interest in:

- Safe and affordable extracurricular activities for children
- Life skills and workforce training for adults

People care about their communities and value positive relationships. The majority of people expressed a desire to:

- Participate in community volunteer opportunities
- Foster positive neighborly connections

Uplift313 Framework

People Development - (Working to remove obstacles for personal development) Tutoring, GED Support, ESL Classes, Resume writing, counseling, and spiritual guidance for life-long change.

Relational Networks - (Fostering partnerships and relationships for positive change) Churches, Community leaders, College Students, Volunteer opportunities, Mentoring

Human Essential (removing barriers to allow people access to) Safety, Better paying jobs,

Community Development (Environment) - Focusing on environmental aspects of community development and enhancing the physical environment to promote a safe, healthy living environment.

Process

Model Development - (Design Sprint) Dedicated to constructing, training, and validating the data-driven algorithms underpinning our solutions.

Test - (Test & Collect Data) Comprehensive assessment phase to ensure the robustness and efficacy of the developed models and systems.

Build Model - The phase of actual system construction is based on the insights and outcomes of the previous stages.

Next Steps …

Steps to Create 501c3 Non-Profit Entity

SUBJECT: Template for setting of 501(c)(3) non-profit for NAM Urban Centers

This is an overview of the general steps and requirements involved in setting up a NAM Urban Center nonprofit 501(c)(3) organization.

NOTE: Specific requirements can vary by state/region and jurisdiction. Consult legal and financial professionals for advice tailored to the center and location.

1. Determine the Nonprofit Corporation's Mission and Purpose:

- Clearly define the goals and objectives of the nonprofit organization.
- Identify the social or public benefit you aim to provide.

2. Choose a Name for the NAM Urban Center Nonprofit Corporation:

- The name of your nonprofit corporation cannot be the same as or

> "deceptively similar to the name of another entity on file with the relevant state/regional authority.

- Check the availability of the name with the appropriate business

> "registration office. For example, in Missouri, you go to the Secretary of State website and put in the proposed name for the specific center (https://bsd.sos.mo.gov/BusinessEntity/BESearch.aspx?SearchType=0)

- Ensure the name complies with local naming requirements (e.g.,

> "including "Corporation," "Incorporated," or similar).

3. Choose Founding Board of Directors and Officers:

> Directors comprise the governing body of the Urban Center nonprofit corporation and are stakeholders in the center’s purpose and success. Most states require that three unrelated individuals be selected to meet the IRS requirements.

- **Directors:** Identify the individuals who will make up the governing
  > “ body of this Urban Center nonprofit corporation.
  - Determine the minimum number of directors required by your
    > “ jurisdiction.
  - Consider residency requirements, if any.
- **Officers:** NAM typically prefers President, Secretary, and
  > “ Treasurer as the required officer positions.

4. Appoint a Registered Agent:

- A registered agent is responsible for receiving legal notices on
  > “ behalf of your organization.
- The registered agent must have a physical address in the state/region
  > “ where you are incorporating.
- You can also use a paid registered agent service for compliance and
  > “ document management, such as Harbor Compliance. (To keep things more uniform, it is recommended that the same registered agent be used for all NAM Urban Centers.)

5. Prepare and File Articles of Incorporation:

- Prepare the Articles of Incorporation, a legal document that includes
  > “ basic information such as your nonprofit's name, purpose, and registered agent information. **(See example Articles of**

> **Incorporation in the Urban Missions Playbook)**

- File the Articles of Incorporation with the appropriate state/regional

> authority, along with the required filing fee.

6. Prepare Bylaws:

- Prepare bylaws that contain the rules and procedures your corporation

> will follow for holding meetings, electing officers and directors, and other corporate formalities. **(See example Bylaws in the Urban Missions Playbook)**

7. Conflicts of Interest Policy:

- Develop a conflict-of-interest policy to address situations where

> individuals in key positions have competing interests.

8. Hold a Meeting of Your Board of Directors:

- Hold an organizational meeting of the board to:
  - Approve the bylaws
  - Appoint officers
  - Set an accounting period and tax year
  - Approve initial transactions, such as opening a corporate bank

> account

- Set up a corporate records binder to hold important documents.

9. Apply for an Employer Identification Number (EIN):

- Apply for an EIN from the Internal Revenue Service (IRS) (in the US)

> or the equivalent tax authority in your location.

10. Obtain Business Licenses and Permits:

- Obtain the necessary business licenses and permits required by your

> “ local jurisdiction.

- Check if a Certificate of Occupancy is required if your organization

> “ has a physical location.

11. Report Beneficial Ownership Information (If Applicable):

- Comply with any reporting requirements for beneficial ownership

> “ information in your jurisdiction.

12. Obtain Federal Tax Exemption (501(c)(3) in the US):

- Apply for federal tax-exempt status under Section 501(c)(3) of the

> “ Internal Revenue Code (in the US) or the equivalent in your location.

- File the appropriate form with the tax authority.

13. Obtain State/Regional Tax Exemption:

- Obtain state/regional tax exemptions as required by your jurisdiction.

14. Other State/Regional Reporting and Registration Requirements:

- Check for any additional reporting or registration requirements, such

> “ as fundraising registration.

15. File Biennial/Annual Reports:

- File required biennial/annual reports with the appropriate

> “ state/regional authority to maintain good standing.

16. Tax Filings (e.g., IRS 990 in the US):

- File annual tax forms as required by the relevant tax authority.

Recommendations:

- Begin by researching name availability and appointing a registered

> “ agent.

- Consult with legal and financial professionals throughout the process.
- Keep detailed records of all activities and filings.

Template - Nonprofit Formation Questionnaire

Nonprofit Formation Questionnaire

Section 1: General Information

1. Proposed Name of Nonprofit:
2. Principal Office Address:
3. Registered Agent Name:
4. Registered Agent Address:

Section 2: Purpose of the Organization

5. What is the mission or purpose of the organization? (Must meet IRS

> “ 501(c)(3) requirements if seeking tax exemption)

6. What specific activities will the nonprofit engage in?

Section 3: Board of Directors & Officers

7. How many directors will serve on the board? (Minimum of three)
8. Provide the full name, address, and role of each initial director:

- Director 1:
- Director 2:
- Director 3:

9. Who will serve as the initial officers? (Provide name and title)

- President/Chairperson:
- Vice President (if applicable):
- Secretary:
- Treasurer:

Section 4: Membership Structure

10. Will the nonprofit have voting members? (Yes/No)
11. If yes, what are the qualifications for membership?
12. How will members be admitted or removed?

Section 5: Governance & Decision-Making

13. How often will the board meet?
14. What constitutes a quorum for board meetings? (e.g., majority

> of directors)

15. Will the board have term limits? If so, what are they?

Section 6: Conflict of Interest & Compensation

16. Will board members be compensated? (Yes/No)

Section 7: Additional Information

17. Are there any special provisions or rules the organization wants

> to include in its bylaws?

Template - Steps for 501C3 Formation

**Steps for 501C3 Formation ** Below is an overview of the necessary steps and requirements involved in setting up the nonprofit organization.

> **1. Determine the nonprofit corporation’s mission and purpose**:

Clearly define the goals and objectives of the nonprofit organization. Identify the social or public benefit you aim to provide.

> **2. Choose a name for your nonprofit corporation**

The name of your nonprofit corporation cannot be the same as the name of another nonprofit corporation on file with your local Department of Consumer & Regulatory Affairs. The name of the corporation should contain the word "corporation", "incorporated" or the abbreviation "Corp.", "Inc." or words or abbreviations of similar import.

You can go on the applicable database and do a search to determine the name availability.

> **3. Choose who will be on the founding board of directors and the officers for the nonprofit corporation**

Directors: Directors make up the governing body of your nonprofit corporation and are stakeholders in your organization's purpose and success. You will want to identify three unrelated individuals to meet the IRS requirements. *For example: In the District of Columbia, a nonprofit corporation must have three or more directors. There is no residency requirement.*

Officers- A president, a secretary, and a treasurer are required.

> **4. Appoint a Registered Agent**

A registered agent is responsible for receiving legal notices on behalf of your organization. The appointed registered agent must be physically located in the state and maintain an office that is open during regular business hours.

It is a good option to use a paid registered agent like Harbor Compliance that provides a secure online access to documents as well as send reminder emails of annual state filings. The fees for this kind of service usually range from $89-$100 per year. This needs to be done prior to filing the Articles of Incorporation.

> **5. Prepare and file your nonprofit articles of incorporation**

The Articles of Incorporation is a legal document that typically includes basic information such as your nonprofit's name, your nonprofit's statement of purpose, certain provisions required for state and federal tax-exempt purposes, and the name and address of your registered agent (the person to whom legal notices should be sent). Once drafted, the Articles of incorporation will be filed with the local office of the Department of Consumer & Regulatory Affairs with the requisite $80 filing fee .

> **6. Prepare bylaws**

Prepare bylaws that contain the rules and procedures your corporation will follow for holding meetings, electing officers and directors, and taking care of other corporate formalities.

The lawyer will provide you with a draft Bylaws for your review and input.

> **7. Conflicts of Interest Policy**

The organization needs to have a conflict-of-interest policy. A conflict of interest is when someone in a key position in your nonprofit has competing interests and is making choices that could benefit themselves to the harm of the organization. Personal interests should be set aside, and organizational interests prioritized. If a conflict of interest does arise it should be disclosed immediately.

The lawyer will draft the conflict-of-Interest policy and include it in the Bylaws.

> **8. Hold a meeting of your board of directors**

You will have to hold a board meeting which is usually referred to as the organizational meeting of the board. The board should take such actions as:

- approving the bylaws
- appointing officers
- setting an accounting period and tax year, and
- approving initial transactions of the corporation, such as the opening

> of a corporate bank account.

I will provide the draft resolutions and minutes for this initial meeting.

You should set up a corporate records binder for your nonprofit to hold important documents such as articles of incorporation, bylaws, resolutions, and minutes of meetings.

> **9. Apply for an Employer Identification Number (EIN)**

Apply for an Employer Identification Number (EIN) from the Internal Revenue Service (IRS). EIN is a unique identifier required for tax purposes and is necessary to open bank accounts, obtain tax-exempt status, and fulfill other financial obligations. You can submit the free EIN application via the IRS website (http://www.irs.gov/).

> **10. Obtain business licenses and permits.**

Work with the lawyer to understand any requirements for business licenses and permits.

For example: Every business in D.C., including nonprofit organizations, must have a Basic Business License. You must first complete the prerequisites for the license, including registration with the Office of Tax and Revenue. You may submit your application online or submit a paper application. The fees vary depending on your services and whether you will solicit charitable donations.

If your organization has a physical location within the District of Columbia, even if you are operating the nonprofit out of your home, you must obtain a Certificate of Occupancy. For more information about the application process, check with the D.C. Business Center.

> **11. Report Beneficial Ownership Information to FinCEN**

As of January 1, 2024, millions of entities in the US need to report beneficial ownership information (BOI) to the Financial Crimes Enforcement Network (FinCEN) as part of the Corporate Transparency Act (CTA). Nonprofits without 501(c) tax exemption formed before that date must submit BOI by December 31, 2024, while those formed after must submit it within 30 days of formation. Once 501(c) tax exemption is granted, the organization may claim an exemption from BOI reporting requirements via an update filing to FinCEN.

> **12. Obtain Federal and State Tax Exemptions**

Apply for federal tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, by filing Form 1023 or Form 1023-EZ with the IRS. This application process requires detailed information about the organization's activities, governance, and finances. Attaining tax-exempt status enables donors to make tax-deductible contributions to the organization.

Form 1023- This long and detailed form asks for information about your organization, including its history, finances, organizational structure, governance policies, operations, activities, and more.

Smaller nonprofits may be eligible to file Form 1023-EZ, *Streamlined Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code.* This is a much simpler, shorter form that is filed online. Only smaller nonprofits--those with projected annual gross receipts of less than $50,000 and total assets of less than $250,000--are eligible to use the streamlined 1023-EZ application.

The lawyer will guide you through this process.

> **13. Obtain your District of Columbia tax exemption**

Once you have received your federal tax exemption, you will need to obtain your local state tax exemption. This may include exemptions from income, property, sales, and other state taxes. Your local tax agency will likely have a form you need to file to obtain your state tax exemption.

> **14. Other state reporting and registration requirements**

Depending on your activities and the size of your organization, you may need to register with the local attorney general before doing any fundraising activities.

> **15. File biennial reports**

Work with the lawyer to confirm reporting requirements. To keep your nonprofit in good standing with the local Corporate Division, you must file biennial reports and pay the applicable filing fee. Your first report is due by April 1 following the year of your registration, and each subsequent report is due April 1 every two years. For example, if you registered your organization on May 1, 2025, your first report will be due by April 1, 2026, and the next report will be due by April 1, 2028.

> **16. IRS 990 Filings**

Annually file Form 990, 990-EZ, or 990-N.

I recommend you start by doing a name search. Once you determine that the name is available, you should appoint a registered agent. I recommend that an account be created with Harbor Compliance, or another paid registered agent company and the necessary fees be paid. Once this is done, please complete the attached questionnaire and I will draft the Articles of Incorporation and bylaws and send them to you for review.